

## **EXHIBIT 3-3**

**From:** Vineet Gupta - OEM Software Sales CTO/Worldwide SE Director <vineet.gupta@sun.com>  
**Sent:** Wed Feb 08 2006 12:17:53 PST  
**To:** Andy Rubin <arubin@google.com>  
**CC:**  
**Subject:** Sun Confidential: Sun financial proposal  
**Attachments:**

**Importance:** Normal  
**Priority:** Normal  
**Sensitivity:** None

Andy,

As discussed, I understand that this will probably be the hardest part - but we will need to work it out between us. To ensure success of the joint project, to cover the loss of revenue - one that we really cannot afford in the current economic condition, to fund the resources required to change the business where we are today to something unknown and untested - requires us to be pragmatic and ensure that all bases are covered for all of us to be successful.

The deal on the table as it stands currently is:

\*For the 2 financial parts:\*

\*A) \$20 Million per year for 3 year\*

\*B) Additionally for Revenue share:\*

\*10% of revenue generated by Google on handsets running \*\*\*"Open Source Java Linux Mobile Platform" or derivatives with a cap of \$25 Million a year\* (when and if google monetizes - then this becomes effective. We added the cap as per Rich's request).

We should chat about this seperately as well.

Thanks,  
=-Vineet

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Vineet Gupta  
WorldWide Sr. Director  
Chief Strategy/Technology officer  
OEM Software Systems Engineering  
SUN Microsystems  
Vineet.Gupta@Sun.Com  
(408)404-8950  
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